

UNITED STATES DISTRICT COURT
DISTRICT OF DELAWARE

BALLY TOTAL FITNESS HOLDING)
CORPORATION,)
Plaintiff,)
v.) Civil Action No. 05-841-JJF
LIBERATION INVESTMENTS, L.P.,)
LIBERATION INVESTMENTS, LTD.,)
LIBERATION INVESTMENT GROUP LLC)
and EMANUEL R. PEARLMAN,)
Defendants.)

NOTICE OF DEPOSITION OF EMANUEL R. PEARLMAN

PLEASE TAKE NOTICE that pursuant to Federal Rules of Civil Procedure 26 and 30, beginning at 9:30 a.m. on December 28, 2005, and continuing as necessary thereafter, Plaintiff Bally Total Fitness Holding Corporation, by and through its attorneys, shall take testimony by deposition, upon oral examination, of Emanuel R. Pearlman. This deposition may be videotaped and shall take place before a duly qualified notary public or some other officer authorized by law to administer oaths at the office of Latham & Watkins LLP, 633 West Fifth Street, Suite 4000, Los Angeles, California 90071.

Elizabeth C. Tucker

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-and-

Laurie B. Smilan
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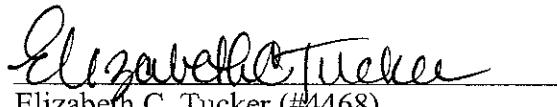
Date: December 13, 2005

CERTIFICATE OF SERVICE

I, Elizabeth C. Tucker, hereby certify that I caused copies of the foregoing NOTICE OF DEPOSITION OF EMANUEL R. PEARLMAN to be served by CM/ECF and hand delivery upon:

STEPHEN E. JENKINS, ESQ.
Ashby & Geddes
222 Delaware Avenue
Wilmington, DE 19899

on this 13th day of December, 2005.


Elizabeth C. Tucker (#4468)
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